

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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MELINDA THEW COOPER, individually and as a  
shareholder of TACONIC 82, INC.,

04 CIV. 8928 (CM)

Plaintiff,

**DECLARATION  
OF KATHRYN P.  
BELLER, ESQ.**

—against—

LARRY THEW; JOHN THEW; LARRY THEW, as  
executor of the Estate of Richard Thew; JOHN THEW,  
as executor of the Estate of Richard Thew; LARRY  
THEW, as successor co-trustee of the Gerald Thew Family  
Trust; JOHN THEW, as successor co-trustee of the Gerald  
Thew Family Trust; LARRY THEW, as co-trustee of the  
R.W. Thew Trust a/k/a/ the R.W. Thew Irrevocable Living  
Trust; JOHN THEW, as co-trustee of the R.W. Thew Trust  
a/k/a the R.W. Thew Irrevocable Living Trust; THE CURRY  
FAMILY PARTNERSHIP; TACONIC 82, INC.; LARRY  
THEW, as an officer and/or director of TACONIC 82, INC.;  
JOHN THEW, as an officer and/or director of TACONIC  
82, INC.; REED SMITH, LLP; STEPHEN P. O'HARE,  
Esq.; WILLIAM J. O'HARE, Esq.; O'HARE & O'HARE,  
P.C.; MICHELE THEW; and PATRICIA CARSON,

Defendants.

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I, Kathryn P. Beller, Esq., hereby depose and say as follows:

1. I am of counsel to the law firm Kurzman Eisenberg Corbin Lever &  
Goodman, LLP, attorneys for Defendants Larry Thew, John Thew, Taconic  
82, Inc., and Michele Thew (collectively "Movants").
2. I submit this declaration in support of Movants' motion to dismiss the  
Complaint of Melinda Thew Cooper. Except as alleged upon information and

belief, I have personal knowledge of the facts and circumstances set forth herein and am competent to testify to them.

3. Annexed hereto as Exhibit "A" is a true and accurate copy of the Affidavit of Allan E. Rappleyea dated July 22, 2004, filed in the Dutchess County Surrogate's Court in the action captioned *In the Matter of the Estate of Gerald R. Thew*, File No. 89659/00.
4. Annexed hereto as Exhibit "B" is a true and accurate copy of the Affirmation of Ellen L. Baker, Esq., McCabe & Mack, LLP, dated September 1, 2004 in the "Reply of Melinda Thew Cooper," filed in the Dutchess County Surrogate's Court in the action captioned *In the Matter of the Estate of Gerald R. Thew*, File No. 89659/00.
5. Annexed hereto as Exhibit "C" is a true and accurate copy of the Decision and Order of the Dutchess County Surrogate's Court dated October 28, 2004, in the action captioned *In the Matter of the Estate of Gerald R. Thew*, File No. 89659/00.
6. Annexed hereto as Exhibit "D" is a true and accurate copy of the case captioned *UCAR International Inc. v. Union Carbide Corporation*, 2004 WL 2756998 (2d Cir. 2004).
7. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

(iii) for failure to comply with Rule 23.1 of the Federal Rules of Civil Procedure.

Dated: January 18, 2005  
White Plains, New York

Respectfully Submitted,

KURZMAN EISENBERG CORBIN  
LEVER & GOODMAN, LLP

By: /s/Martin P. Russo

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